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**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

TRINITAS ADVANTAGED
AGRICULTURE PARTNERS IV, LP *et al.*,¹
Debtors.

Case No. 24-50211 (DM) (Lead Case)

Chapter 11

(Jointly Administered)

**NOTICE OF FILING OF (I) FORMS OF
PURCHASE AND SALE AGREEMENT
AND (II) REVISED PROPOSED ORDER
(A) AUTHORIZING AND APPROVING
BID PROCEDURES, (B) APPROVING
PROCEDURES RELATED TO THE
ASSUMPTION OF CERTAIN
EXECUTORY CONTRACTS AND
UNEXPIRED LEASES, (C) APPROVING
THE NOTICE PROCEDURES,
(D) AUTHORIZING ENTRY INTO ONE
OR MORE STALKING HORSE
AGREEMENTS, AND (E) SETTING A
DATE FOR THE SALE HEARING**

Date: April 26, 2024

Time: 10:00 a.m. (Pacific Time)

Place: **Tele/Videoconference Appearances
Only**, United States Bankruptcy Court,
Courtroom 17, 16th Floor,
San Francisco, CA 94102

¹ The last four digits of Trinitas Advantaged Agriculture Partners IV, LP's tax identification number are 3730. Due to the large number of debtor entities in these Chapter 11 Cases, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors' claims and noticing agent at <https://www.donlinrecano.com/trinitas>. The Debtors' service address is 2055 Woodside Road, Suite 195, Redwood City, CA 94061.

TO THE UNITED STATES BANKRUPTCY COURT, THE OFFICE OF THE UNITED STATES TRUSTEE, AND OTHER PARTIES IN INTEREST:

PLEASE TAKE NOTICE that on February 19, 2024 (the “Petition Date”), Trinitas Advantaged Agriculture Partners IV, LP; Trinitas Farming, LLC; Dixon East LLC; Turf Ranch LLC; Rasmussen LLC; Johl LLC; Chiala LLC; Hall Ranch LLC; Dinuba Ranch, LLC; Porterville LLC; Tule River Ranch, LLC; Jeffrey Ranch, LLC; Toor Ranch, LLC; Lamb Ranch, LLC; Fry Road, LLC; Adobe Ranch, LLC; Marcucci Ranch, LLC; Ratto Ranch, LLC; and Phelps Ranch, LLC (collectively, the “Debtors”), as debtors and debtors in possession in the above-captioned chapter 11 cases (the “Chapter 11 Cases”), each filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) with the United States Bankruptcy Court for the Northern District of California (the “Bankruptcy Court”).

PLEASE TAKE FURTHER NOTICE that, on March 29, 2024, the Debtors filed the *Debtors’ Motion for Orders (I)(A) Authorizing and Approving Bid Procedures, (B) Approving Procedures Related to the Assumption of Certain Executory Contracts and Unexpired Leases, (D) Approving the Notice Procedures, (D) Authorizing Entry into One or More Stalking Horse Agreements, and (E) Setting a Date for the Sale Hearing; and (II) Authorizing and Approving (A) the Sale of Certain Assets Free and Clear of All Liens, Claims, Encumbrances, and Interests, (B) the Assumption and Assignment of Certain Contracts, and (C) Payment of Bid Procedures, If Applicable* (the “Bid Procedures Motion”) [Dkt. No. 136].²

PLEASE TAKE FURTHER NOTICE that, pursuant to the Bid Procedures section (c)(i) [Dkt. No. 136-1 at 17], the Debtors are submitting herewith a form Purchase and Sale Agreement and Joint Escrow Instructions as **Exhibit A** and the Vacant Land Purchase Agreement and Joint Escrow Instructions, and addendum thereto, as **Exhibit B** (in either case, defined in the Bid Procedures Motion as the “Form Purchase and Sale Agreement”).

PLEASE TAKE FURTHER NOTICE that the Debtors are also submitting herewith a copy of the revised proposed order granting the Bid Procedures Motion (the “Revised Proposed Order”), reflecting changes agreed to by the DIP Lender and the Committee.

PLEASE TAKE FURTHER NOTICE that the Revised Proposed Order is attached hereto, in clean form and a redline showing changes from the proposed order attached to the Bid Procedures Motion [Dkt. 136-1], as **Exhibit C-1** and **Exhibit C-2**, respectively. The Revised Proposed Order is attached without the exhibits thereto, which are unchanged from the form of proposed order attached to the Bid Procedures Motion.

PLEASE TAKE FURTHER NOTICE that copies of the pleadings in these Chapter 11 Cases can be viewed and/or obtained by: (i) accessing the Court’s website at <http://www.canb.uscourts.gov>, (ii) contacting the Office of the Clerk of the Court at 450 Golden Gate Avenue., 5th Floor, San Francisco, California 94102, or (iii) from the Debtors’ notice and claims agent, Donlin, Recano & Company, Inc. at the following web address: <https://www.donlinrecano.com/trinitas>, or by calling the restructuring information center at

² Capitalized terms used but not defined herein have the meanings ascribed to them in the Bid Procedures Motion.

1 (800) 780-7386 (toll free) for U.S. and Canada-based parties or 1 (212) 771-1128 for
International parties, or by submitting an inquiry via e-mail to tfinfo@drc.equiniti.com.

2 Note that a PACER password is needed to access documents on the Court's website.

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4 Dated: April 18, 2024

KELLER BENVENUTTI KIM LLP

By: /s/ Jane Kim

Jane Kim

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